

**United States Bankruptcy Court
For the Southern District of New York**

In re: DELPHI CORPORATION, et al.

Case No. 05-44481 (RDD)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111 (a). Transferee hereby gives evidence and notice pursuant to Rule 3001 (e) (2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

TPG Credit Opportunities Investors LP

Deutsche Bank Securities Inc.

Name of Transferee

Name of Transferor

Name and Address where notices to transferee should be sent:

Court Claim # (if known): 1746

c/o TPG Credit Management, L.P.
4600 Wells Fargo Center
90 South Seventh Street
Minneapolis, MN 55402
Attn: Shelley Hartman

Amount of Claim: \$620,925.96 against Delphi
Automotive Systems LLC

Date Claim Filed:

Phone: (612) 851-3020
Last Four Digits of Acct. #: _____

Phone: (212) 250-5760
Last Four Digits of Acct. #: _____

Name and Address where transferee payments should be sent (if different from above): N/A

Phone: _____
Last Four Digits of Acct. #: _____

Phone: _____
Last Four Digits of Acct. #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: _____

Transferee/Transferee's Agent

Date: _____

7/3/07

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

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For the Southern District of New York**

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Case No. 05-44481 (RDD)

NOTICE OF PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

CLAIM 1746 was filed or deemed filed under 11 U.S.C. § 111 (a) in this case by the alleged transferor. As evidence of the transfer of that claim, the transferee filed a Transfer of Claim other than for Security in the Clerk's office of this court on 7/3/07.

Deutsche Bank Securities Inc.	TPG Credit Opportunities Investors LP
Name of Alleged Transferor	Name of Transferee
Address of Alleged Transferor:	Address of Transferee:
60 Wall Street, 3 rd Floor New York, New York 10005	c/o TPG Credit Management, L.P. 4600 Wells Fargo Center 90 South Seventh Street Minneapolis, MN 55402
Attn.: Ross Rosenfelt Tel.: (212) 250-5760 Facsimile: (212) 797-8770 Email: ross.rosenfelt@db.com	Attn: Shelley Hartman Tel.: (612) 851-3020 Email: shartman@tpgcredit.com

DEADLINE TO OBJECT TO TRANSFER

The alleged transferor of the claim is hereby notified that objections must be filed with the court within twenty (20) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.

Date: _____

CLERK OF THE COURT

EXHIBIT B

EVIDENCE OF TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the
Southern District of NY ("Bankruptcy Court")
Attn: Clerk

AND TO: Delphi Automotive Systems LLC ("Debtor")
Case No. 05-44481(RDD)

Claim #: 1746

DEUTSCHE BANK SECURITIES, INC. its successors and assigns ("Seller"), for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

TPG CREDIT OPPORTUNITIES INVESTORS, LP
4600 Wells Fargo Center
90 South Seventh Street
Minneapolis, Minnesota 55402

its successors and assigns ("Buyer"), all rights, title and interest in and to the claim of Seller, including all rights of stoppage in transit, replevin and reclamation, in the principal amount of \$620,925.96 ("Claim") against the Debtor in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor, relating to the proof of claim assigned claim number 1746.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.


You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its authorized representative dated June 2, 2007.

DEUTSCHE BANK SECURITIES INC.

TPG CREDIT STRATEGIES FUND LP

BY: TPG CREDIT HOLDINGS, LLC, ITS GENERAL MANAGER

By: 
Name: _____
Title: _____

By: _____
Name: _____
Title: _____

Ray Costa
Managing Director

Jun. 27. 2007 1:33PM TPG Credit Management L.L.C.

EXHIBIT B

EVIDENCE OF TRANSFER OF CLAIM

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Case No. 05-44481(RDD)

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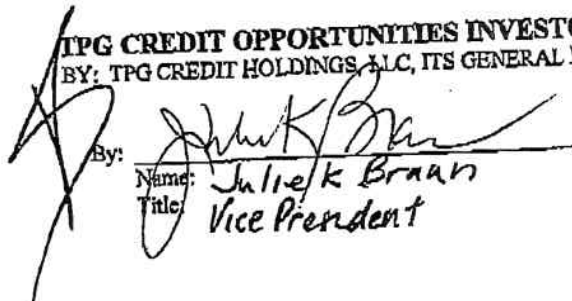
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You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representative dated June 27, 2007.

DEUTSCHE BANK SECURITIES INC.

By: _____
Name:
Title:

TPG CREDIT OPPORTUNITIES INVESTORS, LP
BY: TPG CREDIT HOLDINGS, LLC, ITS GENERAL PARTNER
By: 
Name: Julie K. Brahn
Title: Vice President